

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

**ALLEGIANCE COAL USA LIMITED,
et al.,**

Debtors.¹

Chapter 11

Case No. 23-10234 (CTG)

Jointly Administered

Re: D.I. 9 & 27

**CERTIFICATION OF COUNSEL REGARDING SECOND INTERIM ORDER (I)
AUTHORIZING THE DEBTORS TO UTILIZE CASH COLLATERAL; (II) GRANTING
ADEQUATE PROTECTION TO WARRIOR LAND AND THE PREPETITION LENDER;
(III) WAIVING ANY STAY OF THE EFFECTIVENESS OF THE RELIEF GRANTED;
AND (IV) GRANTING RELATED RELIEF**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “Debtors”) hereby certifies as follows:

1. On February 21, 2023 (the “Petition Date”), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.
2. On February 22, 2023, the Debtors filed *Debtors’ Motion for Interim Order (I) Authorizing the Debtors to Utilize Cash Collateral; (II) Granting Adequate Protection to the Prepetition Lender; (III) Waiving Any Stay of the Effectiveness of the Relief Granted; and (IV) Granting Related Relief* (D.I. 9) (the “Motion”) seeking authority to use cash collateral without the consent of Collins St Convertible Notes Fund (the “Prepetition Lender”).

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are as follows: Allegiance Coal USA Limited (1324); New Elk Coal Holdings LLC (1314); New Elk Coal Company LLC (0615); and Black Warrior Minerals, Inc. (6486). The Debtors’ mailing address for purposes of these chapter 11 cases is 12250 Highway 12, Weston, CO 81091.

3. Following a hearing on February 23, 2023, the Court entered an order authorizing non-consensual use of cash collateral through March 3, 2023 (D.I. 27) (the “First Interim Order”).

4. After the hearing, the Debtors, Prepetition Lender, and Warrior Met Coal Land, LLC (“Warrior Land”) negotiated a further interim order for use of cash collateral through March 24, 2023 (the “Second Interim Order”). The Debtors have resolved comments from the Prepetition Lender and Warrior Land, solely to the extent of the relief granted in the Second Interim Order, through language in the Second Interim Order.

5. The Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”), counsel to the Prepetition Lender, and counsel to Warrior Land have had an opportunity to review the Second Interim Order and do not object to its entry. A copy of the Second Interim Order is attached as Exhibit A.

6. Attached as Exhibit B is a redline comparison of the Second Interim Order against the First Interim Order.

WHEREFORE, the Debtors respectfully request that the Court enter the Second Interim Order at its earliest convenience.

Dated: March 3, 2023
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

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